

SEP 11 2002

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(Rev. 03/01)
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Creaton Corp.

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Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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 Other filed at Reel 12357/957 in conveying
party name

Execution Date: 11/5/2001

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If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

09/780,288
09/545,051

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: William D. McSpadden

Internal Address: BAKER & MCKENZIE

Street Address: 2001 Ross Avenue

Suite 2300
Dallas TX 75201
City: _____ State: _____ Zip: _____6. Total number of applications and patents involved: 27. Total fee (37 CFR 3.41).....\$ 80.00 Enclosed Authorized to be charged to deposit account

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<input checked="" type="checkbox"/> Assignment	<input type="checkbox"/> Merger
<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Change of Name
<input type="checkbox"/> Other _____	

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09/545,051

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Street Address: 2001 Ross Avenue

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William D. McSpadden

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RECORDATION DATE: 03/08/2002

REEL/FRAME: 012690/0491
NUMBER OF PAGES: 5

BRIEF: CORRECTION OF ASSIGNMENT RECORDATION FILED AT REEL 12357, FRAME 0957 IN CONVEYING PARTY NAME

ASSIGNOR:
CREATON CORP.

DOC DATE: 11/05/2001

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Technology Center 2100

ASSIGNEE:
ALCATEL USA SOURCING LP
1000 COIT ROAD
PLANO, TEXAS 75075

SERIAL NUMBER: 09780288
PATENT NUMBER:

FILING DATE: 02/09/2001
ISSUE DATE:

SERIAL NUMBER: 09545051
PATENT NUMBER:

FILING DATE: 04/07/2000
ISSUE DATE:

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ASSIGNMENT DIVISION
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RECORDATION DATE: 12/04/2001

REEL/FRAME: 012357/0957

NUMBER OF PAGES: 4

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:
CRETON CORP.

DOC DATE: 11/05/2001

ASSIGNEE:
ALCATEL USA SOURCING LP
1000 COIT ROAD
PLANO, TEXAS 75075

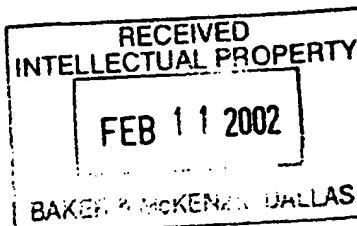
SERIAL NUMBER: 09780288
PATENT NUMBER:

FILING DATE: 02/09/2001
ISSUE DATE:

SERIAL NUMBER: 09545051
PATENT NUMBER:

FILING DATE: 04/07/2000
ISSUE DATE:

JACQUELINE MOORE, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS



ASSIGNMENT OF PATENT RIGHTS

WHEREAS, Alcatel USA Sourcing, L.P., a Texas Limited Partnership with an address of 1000 Coit Road, Plano, Texas 75075 (hereinafter "Assignee") desires to acquire the entire right, title and interest in and to several intellectual property assets that are presently owned by Creaton Corp., a Texas Corporation, with an address of 1900 Firman Dr., Suite 650, Richardson, Texas 75081 (hereinafter "Assignor") and are described below.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns, sells, transfers and sets over unto said ASSIGNEE the entire right, title and interest in and to (a) each of the inventions described in the following table and all worldwide rights associated therewith; (b) each of the patent applications listed in the following table, including all divisions, continuations, continuations-in-part, and substitutions thereof; and (c) all United States and foreign patents which shall issue said inventions, including all reissues, renewals, reexaminations and extensions thereof, for the United States, its territories and possessions and all foreign countries, including the right to file corresponding applications for Letters Patent on said inventions in any and all foreign countries, and to claim priority under any and all treaties and conventions to which the United States of America is signatory, including the Paris Convention for the Protection of Industrial Property and the Patent Cooperation Treaty, for such corresponding applications, or any division, continuation, continuation-in-part, or substitution thereof, the same to be held and enjoyed by said Assignee, its assigns and successors, as fully and entirely as the same would have been held and enjoyed by the assignor, had this assignment not been made.

Assignor will, at any time upon the request and at the expense of Assignee, execute and

deliver any and all papers and do all lawful acts that may be necessary or desirable, in the opinion of said Assignee, to enable and assist said Assignee to (a) obtain Letters Patent, both domestic and foreign, on said inventions; (b) establish, maintain and secure title in said Assignee, its successors and assigns, to said inventions, applications and Letters Patent, including making such title of lawful public record; and (c) defend, establish or otherwise preserve the validity of said Letters Patent against any and all infringers, and perform such other acts as are necessary to give full force and effect to this assignment.

I represent and covenant that no assignment, mortgage, sale, license, pledge, encumbrance or alienation of said inventions or patent application has been or will be made or entered into which would conflict with this assignment and sale.

I hereby authorize and request the Commissioner of Patents and Trademarks of the United States to issue all Letters Patent based on said applications and each division, continuation, substitution, reissue, renewal and extension thereof to said Assignee, its successors and assigns.

U.S. Patent Application Serial No.	Filing Date	Invention Title
09/780,288	Feb. 9, 2001	A System and Method for Delivery and Usage-Based Billing for Data Services in Telecommunications Networks
09/545,051	April 7, 2000	System for Managing Bandwidth Allocation and Usage Based Billing for Bandwidth in Telecommunications Networks

The undersigned further declares that all statements made herein of his own knowledge

are true and that all statements made on information and belief are believed to be true; and further that these statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful and false statements may jeopardize the validity of the application or any patent issued thereon.

IN TESTIMONY WHEREOF, I have duly executed this assignment on the date as indicated next to my name.

Assignor:

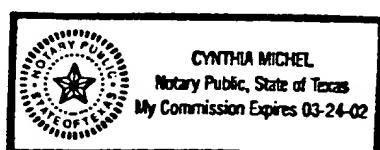
Date: November 5, 2001

Harihara R. Subramanian
President and CEO
Creaton Corp.

County of Cottin *Dollars*)
State of Texas) ss.
)

Before me, the undersigned Notary Public, on this day personally appeared Harihara R. Subramanian, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 5 day of NOVEMBER, 2001.



Cynthia Michel
Notary Public

My commission expires: 3/04/08